

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MASSACHUSETTS

SHARON BOBBITT, Individually and on Behalf)	
of All Others Similarly Situated,)	
)	
Plaintiff,)	Case No. 04-12263-PBS
)	
v.)	Judge Saris
)	
ANDREW J. FILIPOWSKI and)	
MICHAEL P. CULLINANE,)	
)	
Defendants.)	

DEFENDANTS' MOTION TO DISMISS

Defendants, Andrew J. Filipowski and Michael P. Cullinane, by their counsel, hereby move this Court to dismiss plaintiffs' Second Consolidated Class Action Complaint For Violations Of The Federal Securities Law for failure to state a claim under Fed. R. Civ. P. 12(b)(6), failure to plead fraud with sufficient particularity under Fed. R. Civ. P. 9(b), and failure to state a claim under The Private Securities Litigation Reform Act of 1995, 15 U.S.C. § 780-4. In support of their motion, Defendants submit their supporting Memorandum of Law which is attached hereto.

Dated: April 7, 2005

Respectfully submitted,

ANDREW J. FILIPOWSKI

/s/ Bruce S. Sperling

By One of His Attorneys

MICHAEL P. CULLINANE

/s/ Joseph Collins

By One of His Attorneys

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